

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

IN RE: AETNA UCR LITIGATION

MDL NO. 2020

MASTER DOCKET NO. 2:07-3541(FSH)(PS)

This Document Relates to: ALL CASES

**REPLY DECLARATION OF ROBERT J. AXELROD IN FURTHER SUPPORT OF
PLAINTIFFS' MOTION FOR CLASS CERTIFICATION
(28 U.S.C. § 1746)**

ROBERT J. AXELROD, penalty of perjury, avers the following:

1. I am a member of Pomerantz Haudek Grossman & Gross LLP, Chair of the Plaintiffs' Executive Committee. I make this Declaration in further support of Plaintiffs' Motion for Class Certification.
2. A true and correct copy of excerpts from the transcript of the deposition of Susan Seare, dated July 13, 2010, are annexed as Exhibit 1.
3. A true and correct copy of excerpts from the transcript of the deposition of Francis J. Traceski, dated July 8, 2010, are annexed as Exhibit 2.
4. A true and correct copy of a document entitled "Detail of Claim Lines for the Werner Family," bearing Bates numbers AET-04300031-42, is annexed as Exhibit 3.
5. A true and correct copy of a document entitled "Detail of Claim Lines for the Werner Family," bearing Bates number AET-04300043, is annexed as Exhibit 4.

6. A true and correct copy of a document entitled “Detail of Claim Lines for the Cooper Family,” bearing Bates numbers AET-04300044–47, is annexed as Exhibit 5.

7. A true and correct copy of a document entitled “Claim Detail for Sharon Smith,” bearing Bates numbers AET-04300058–67, is annexed as Exhibit 6.

8. A true and correct copy of a document entitled “Detail of Claim Lines for Carolyn Samit,” bearing Bates numbers AET-04300068–139, is annexed as Exhibit 7.

9. A true and correct copy of a document entitled “Detail of Claim Lines for Darlery Franco,” bearing Bates numbers AET-04300140–43, is annexed as Exhibit 8.

10. A true and correct copy of a document entitled “Claim Detail for Paul Smith,” bearing Bates numbers AET-04300144–151, is annexed as Exhibit 9.

11. A true and correct copy of a redacted excerpt from an Aetna group benefits health agreement, bearing Bates numbers AET-C 000716 and AET-C 00813–16, is annexed as Exhibit 10.

12. A true and correct copy of the Rural/Metro Medical Plan Summary Plan Description, Plan Document, dated July 1, 2006, and bearing Bates numbers AET-03514469–576, is annexed as Exhibit 11.

13. A true and correct copy of the Declaration of Merry Noss, dated June 29, 2010, is annexed as Exhibit 12.

14. A true and correct copy of a letter, dated May 22, 2009, and bearing Bates numbers AET-03314889–90, is annexed as Exhibit 13.

15. A true and correct copy of a letter, dated June 26, 2007, and bearing Bates numbers AET-C 0001405–06, is annexed as Exhibit 14.

16. A true and correct copy of a document entitled “Aetna Preliminary Findings of Manual Claim Review Process,” dated July 22, 2008, and bearing Bates number AET-04040716, is annexed as Exhibit 15.

17. A true and correct copy of excerpts from the transcript of the deposition of Carla Gee, dated April 6, 2005, is annexed as Exhibit 16.

18. A true and correct copy of excerpts from the transcript of the deposition of Carla Gee, dated April 7, 2005, is annexed as Exhibit 17.

19. A true and correct copy of excerpts from the transcript of the deposition of Carla Gee, dated April 21, 2005, is annexed as Exhibit 18.

20. A true and correct copy of excerpts from the transcript of the deposition of Carla Gee, dated March 17, 2010, is annexed as Exhibit 19.

21. A true and correct copy of excerpts from the transcript of the deposition of Carla Gee, dated March 18, 2010, is annexed as Exhibit 20.

22. A true and correct copy of excerpts from the transcript of the deposition of Antonio Rocchino, dated July 30, 2010, is annexed as Exhibit 21.

23. A true and correct copy of an Aetna tracking log dated Sept. 15, 2006, and bearing Bates numbers AET-04275723–36, is annexed as Exhibit 21a.

24. A true and correct copy of an email string, dated Sept. 11, 2007, and bearing Bates numbers AET-C 0001458–60 is annexed as Exhibit 22.

25. A true and correct copy of a document bearing Bates numbers AET-00080475–88, is annexed as Exhibit 23.

26. A true and correct copy of excerpts from the transcript of the deposition of James D. Cross, M.D., dated March 23, 2010, is annexed as Exhibit 24.

27. A true and correct copy of the Declaration of James D. Cross, M.D., dated June 30, 2010, is annexed as Exhibit 25.

28. A true and correct copy of the Declaration of Pamela Kehaly, dated July 1, 2010, is annexed as Exhibit 26.

29. A true and correct copy of a letter, dated June 26, 2007, and bearing Bates numbers AET-C 0001227–28, is annexed as Exhibit 27.

30. A true and correct copy of excerpts from the transcript of the deposition of Michelle Denise Ferensic-Smith, dated April 12, 2010, is annexed as Exhibit 28.

31. A true and correct copy of excerpts from the transcript of the deposition of Carmen M. Kavali, M.D., dated February 12, 2010, is annexed as Exhibit 29.

32. A true and correct copy of excerpts from the transcript of the deposition of Stephen Foreman, dated May 17, 2010, is annexed as Exhibit 30.

33. A true and correct copy of the Expert Report by Bernard R. Siskin, Ph.D., dated August 9, 2010, is annexed as Exhibit 31.

34. A true and correct copy of excerpts from the transcript of the deposition of Billie Shuler, dated August 5, 2010, is annexed as Exhibit 32.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 23rd day of August, 2010.

s/ Robert J. Axelrod
Robert J. Axelrod